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## NOTICE OF SPECIAL GENERAL MEETING

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**NOTICE IS HEREBY GIVEN THAT** a Special General Meeting (“SGM”) of GuocoLeisure Limited (the “Company”) will be held on 16 October 2015 at Orchard Hotel Singapore, Orchard Ballroom 1, Level 3, 442 Orchard Road Singapore 238879 at 11.30 a.m. (or as soon as practicable following the conclusion or adjournment of the 54th Annual General Meeting of the Company to be held on the same day and at the same place at 11.00 a.m.) for the purpose of considering and, if thought fit, passing the following resolutions as Special Resolutions:

### **RESOLUTION 1**

#### **SPECIAL RESOLUTION**

##### **CHANGE OF NAME OF THE COMPANY**

That:

- (a) the name of the Company be changed from “GuocoLeisure Limited” to “GL Limited”, and that the name “GL Limited” be substituted for “GuocoLeisure Limited” wherever the latter name appears in the Company’s memorandum of continuance and Bye-Laws; and
- (b) the Directors and any of them be and are hereby authorised to complete and do all such acts and things as they or he may consider necessary, desirable or expedient to give effect to this Resolution as they or he may deem fit.

### **RESOLUTION 2**

#### **SPECIAL RESOLUTION**

##### **AMENDMENTS TO THE BYE-LAWS OF THE COMPANY**

That:

- (a) the amendments to the Bye-Laws of the Company set out in Appendix 1 to the Circular to Shareholders issued by the Company dated 21 September 2015 (“**Amendments**”) be approved, and the Bye-Laws set out in Appendix 2 incorporating the Amendments be adopted as the Bye-Laws of the Company in substitution for and to the exclusion of the existing Bye-Laws of the Company; and
- (b) the Directors and any of them be and are hereby authorised to complete and do all such acts and things as they or he may consider necessary, desirable or expedient to give effect to this Resolution as they or he may deem fit.

By Order of the Board

**SUSAN LIM**

**Group Company Secretary**

Singapore

21 September 2015

Note: Shareholders who wish to appoint a proxy to attend and vote at the SGM on their behalf should complete, sign and return the Shareholder Proxy Form attached to the Company’s Circular to Shareholders dated 21 September 2015 in accordance with the instructions printed thereon as soon as possible and, in any event, so as to reach one of the places specified in the Shareholder Proxy Form not later than 11.30 a.m. on Wednesday, 14 October 2015.

#### **Personal Data Privacy:**

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the SGM and/or any adjournment thereof, a Shareholder of the Company (i) consents to the collection, use and disclosure of the Shareholder’s personal data by the Company or its agents for the purpose of the processing and administration by the Company or its agents of proxies and representatives appointed for the SGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the SGM (including any adjournment thereof), and in order for the Company or its agents to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the “**Purposes**”), (ii) warrants that where the Shareholder discloses the personal data of the Shareholder’s proxy(ies) and/or representative(s) to the Company or its agents, the Shareholder has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company or its agents of such personal data for the Purposes and (iii) agrees that the Shareholder will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages suffered by the Company as a result of such Shareholder’s breach of such warranty.